

RECORDATION NO. 27036 - IIII
FILED

JUN 14 '11 -4 00 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N W

SUITE 301

WASHINGTON, DC

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

June 14, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S W
Washington, D C 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Statement of Change in Reporting Marks and/or Road Numbers, dated as of June 14, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 27036-U.

The name and address of the party to the enclosed document are

Borrower.

TRIP Rail Leasing LLC
by TRIP Rail Holdings LLC and
Trinity Industry Leasing Company
2525 Stemmons Freeway
Dallas, Texas 75207

Chief
Section of Administration
June 14, 2011
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A description of the railroad equipment covered by the enclosed document is:

10 railcars within the series TILX 35426 - TILX 35445 have been remarked and numbered within the series NKCR 135426 - NKCR 135445 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Statement of Change in Reporting Marks and/or Road Numbers.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Edward M. Luria". The signature is fluid and cursive, with the first name "Edward" and last name "Luria" being the most prominent parts.

Edward M. Luria

RWA/sem
Enclosures

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TRIP Rail Leasing LLC

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SURFACE TRANSPORTATION BOARD

June 14, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Re: Statement of Change in Reporting Marks and/or Road Numbers in
Recordation Number 27036

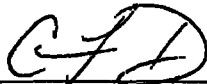
Dear Section Chief:

Please be advised that the reporting marks and/or road numbers of the railcars identified in the attached Schedule A have been changed as set forth therein.

Very truly yours,
TRIP RAIL LEASING LLC

By: TRIP Rail Holdings LLC
its Managing Member

By: Trinity Industries Leasing Company
its Manager

By: 

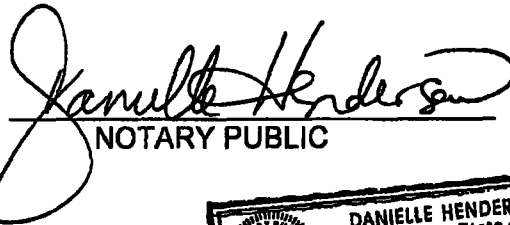
Name: C. Lance Davis

Title: Vice President

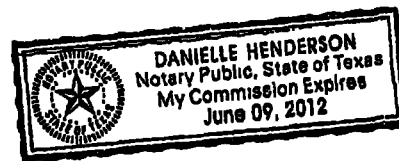
STATE OF TEXAS)
) ss:
COUNTY OF DALLAS)

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared C. Lance Davis, who upon oath, acknowledged himself to be a Vice President of TRINITY INDUSTRIES LEASING COMPANY, a Delaware corporation, and that he as such officer being authorized to do so, executed the foregoing Memorandum of Security Agreement for the purposes therein contained by signing the name of the Delaware corporation by himself as such officer of TRINITY INDUSTRIES LEASING COMPANY.

WITNESS my hand and official seal this 14th day of June, 2011.


NOTARY PUBLIC

MY COMMISSION EXPIRES: 6/9/12



SCHEDULE A

Recordation Number 27036
Lessee: McConway & Torley; Lessee No.: 7381
Lease # 03-VIRTUAL.0

Previous Marks and Numbers	Current Marks and Numbers
TILX 035426	NKCR 135426
TILX 035427	NKCR 135427
TILX 035428	NKCR 135428
TILX 035429	NKCR 135429
TILX 035430	NKCR 135430
TILX 035431	NKCR 135431
TILX 035432	NKCR 135432
TILX 035434	NKCR 135434
TILX 035444	NKCR 135444
TILX 035445	NKCR 135445

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6/14/11



Robert W. Alvord